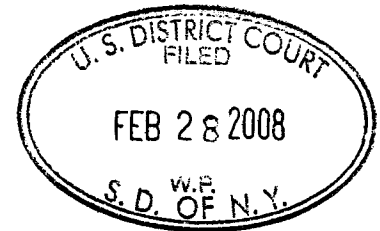


ORIGINAL

UNITED STATES DISTRICT COURT  
SOUTHERN DISTRICT OF NEW YORK



-----X  
GOLDEN MANAGERS ACCEPTANCE  
CORP. and GOLDEN IMPROVEMENTS  
CORPORATION,

08 CIV. 2007

Plaintiffs,

-against-

Index No. CV

RICHARD YANDOLI,

JUDGE ROBINSON

Defendant.  
-----X

**ORDER TO SHOW CAUSE AND TEMPORARY RESTRAINING ORDER**

✓  
UPON reading and filing (i) the application (the "Application") by order to show cause for  
(a) a pre-judgment order of attachment pursuant to Rule 64 of the Federal Rules of Civil  
Procedure and Section 6201(3) of the New York Civil Practice Law and Rules and (b) an Order  
granting an *ex parte* temporary restraining order and preliminary injunction pursuant to Rule  
65(b) of the Federal Rules of Civil Procedure ("Fed. R. Civ. P."), annexed hereto as **Exhibit 1**;  
and (ii) the affidavit of Edward M. Flint, Esq., in support of the Application, and all exhibits  
annexed thereto, annexed hereto as **Exhibit 2**; from all of which it appears: (a) plaintiffs Golden  
Managers Acceptance Corp., and Golden Improvements Corporation (collectively, the  
"Plaintiffs") have a high probability of success on the merits of the claims for relief set forth in the  
Complaint; (b) there is ample evidence of defendant, Richard Yandoli's ("Defendant's") intention  
to transfer cash and/or personal property and/or real property ("Yandoli's Assets") worth more  
than two million (\$2,000,000) dollars for no consideration; (c) there is ample evidence that if  
Defendant is permitted to go forward with his plan to transfer, assign, sell, hypothecate or  
otherwise dispose of Yandoli's Assets, Plaintiffs' and Defendant's other creditors will be  
permanently deprived of recourse to those assets, thereby causing them irreparable harm; and  
✓  
✓  
(d) there exists an immediate and pressing need for the provisional relief requested in the

Application until such time as the competing interests for Yandoli's Assets can be sorted out.

**NOW**, on Plaintiff's application, it is

✓ **ORDERED**, that the above-captioned Defendant, or his attorneys, **SHOW CAUSE** before this Court, located at <sup>300 Quarropas St., White Plains</sup> ~~40 Centre Street / 500 Pearl Street, New York~~, New York on the 11<sup>th</sup> day of April 2008 at 12 ~~a.m.~~ p.m. on that day or as soon thereafter as counsel can be heard, why an order should not be granted as follows:

- 1) Pursuant to CPLR §6201 made applicable by Fed. R. Civ. P. 64, granting Plaintiffs a pre-judgment Order of attachment on Yandoli's Assets;
- 2) Pursuant to Fed. R. Civ. P. 65(b) preliminarily enjoining Richard Yandoli, pending a final judgment in this action from transferring, assigning, selling, hypothecating or otherwise disposing of Yandoli's Assets
- 3) For such other and further relief as the Court finds just and proper; and it is further

✓ **ORDERED**, that sufficient cause having been shown pursuant to the provisions of Fed. R. Civ. P. 65(b), Defendant is, pending the hearing and determination of the Application, enjoined, prohibited and restrained, from transferring, assigning, selling, hypothecating, or otherwise disposing of Yandoli's Assets; and it is further

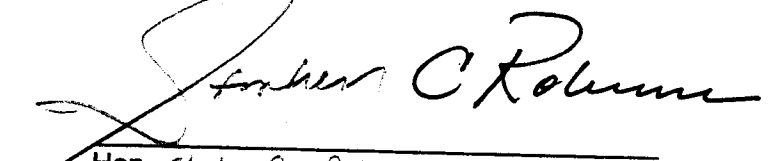
✓ **ORDERED**, that service of a copy of (i) this order; (ii) the Application and its supporting papers; (iii) the Memorandum in support of the Application; and (iv) the Complaint upon the Defendant, in accordance with Fed. R. of Civ. P. 4, with a copy served by hand or by overnight package express on counsel for the Defendant, Harvey J. Cavayero & Associates, 57 Old Country Road, Westbury, New York 11590, on or before the 5<sup>th</sup> day of March, 2008 shall be deemed good and sufficient service; and it is further

✓ **ORDERED**, that security in the sum of \$ 2.00 be posted by Plaintiffs ~~over~~ before 12:00, 2008 and it is further

✓  
**ORDERED**, that answering papers, if any, must be (i) filed with the Court in accordance with the Local Rules and procedures of the Court; (ii) delivered to Chambers of the Honorable Stephen Robinson, and (iii) served upon Silverman Perlestein & Acampora LLP, attention Edward M. Flint, Esq., to be received no later than 4:00 p.m. on 19<sup>th</sup> day of March, 2008.

Dated: February 29, 2008  
New York, New York  
White Plains,

So Ordered

  
\_\_\_\_\_  
Hon. Stephen C. Robinson  
United States District Judge